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February 19, 2019

BY EMAIL

Honorable Freda L. Wolfson
United States District Court
Clarkson S. Fisher Federal Building &
U.S. Courthouse, Room 5E
402 E. State Street
Trenton, NJ 08608

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Re: *In re BlackRock Mutual Funds Advisory Fee Litig.*,
Master File No. 3:14-cv-1165-FLW-TJB

Dear Judge Wolfson:

We are lead counsel to Plaintiffs in the above-captioned case and write in response to Defendants' February 15, 2019 letter to the Court. Plaintiffs do not seek to seal the Court's Bench Memorandum issued on February 8, 2019 or any portions of it. Thus, Plaintiffs consent to its filing publicly without redaction.

By way of background, on February 8, 2019, the Court issued its Bench Memorandum and ordered that within 30 days (*i.e.*, no later than March 10, 2019), the parties make a joint submission identifying any portions of the opinion they seek to seal. On February 14, 2019, Defendants requested that the parties make an immediate joint submission, well in advance of the deadline set by the Court, citing to purported "urgent" considerations with respect to other cases in which Defendants have no involvement. On February 15, 2019, Plaintiffs advised Defendants they continued to review the decision, were willing to work with Defendants to respond to the Court before the 30 days elapsed and would follow up with them as soon as time permitted. Shortly after receiving Plaintiffs' response, Defendants filed their February 15, 2019 letter with the Court.

Plaintiffs have now completed their review of the Court's decision and consent to its public filing.

Separately, Plaintiffs have requested Defendants' consent to unsealing those portions of Dr. Ayres' expert report that have been redacted. This firm is counsel to the plaintiff in the *MetWest* case and is counsel in other § 36(b) litigation. During the recent trial of *MetWest*, the defendant there provided to the presiding judge, the Honorable George Wu, U.S.D.J., the redacted copy of Dr. Ayres' expert report produced in *this* case. The *MetWest* plaintiff wishes to provide Judge Wu with an unredacted copy of Dr. Ayres' report so that His Honor may see the full scope of Dr. Ayres' opinions here. Further, with his report remaining partially under seal, Dr. Ayres' testimony in other matters may be circumscribed by his concern about disclosing information in his expert report that

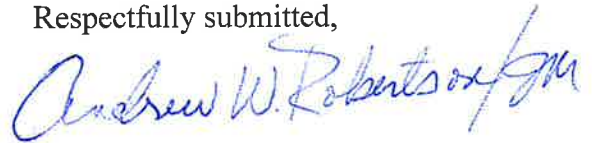
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remains under seal and, thus, his testimony about the full scope of his opinions here will be incomplete. To the extent Defendants do not consent to this request, Plaintiffs will move the Court to have it unsealed.

We appreciate the Court's consideration of this matter.

Respectfully submitted,



Andrew W. Robertson

AWR/jm

cc: (by email)
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Eben P. Colby, Esq.
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Robert L. Lakind, Esq.